

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

**IN RE PAYMENT CARD  
INTERCHANGE FEE AND MERCHANT  
DISCOUNT ANTITRUST LITIGATION**

**This Document Relates to:**

**All Class Actions**

**MASTER FILE 05-MD-1720 (JG) (JO)**

**NOTICE OF MOTION TO DISMISS  
THE FIRST AMENDED  
SUPPLEMENTAL CLASS ACTION  
COMPLAINT**

**ORAL ARGUMENT REQUESTED**

**PLEASE TAKE NOTICE** that upon the accompanying Memorandum of Law in Support of Motion to Dismiss the First Amended Supplemental Class Action Complaint and Declaration of Andrew C. Finch and exhibit annexed thereto, the undersigned Defendants will move this Court, before the Hon. James Orenstein, at the United States Courthouse for the Eastern District of New York, 225 Camden Plaza, Brooklyn, NY 11201-1818, on a date and time determined by the Court, for an order pursuant to Fed. R. Civ. P. 12(b)(6) to dismiss the First Amended Supplemental Class Action Complaint with prejudice.

**PLEASE TAKE FURTHER NOTICE** that Defendants request oral argument on this motion.

Dated: New York, New York  
March 31, 2009

**PAUL, WEISS, RIFKIND, WHARTON  
& GARRISON LLP**

By: /s/ Kenneth A. Gallo  
Kenneth A. Gallo  
Joseph J. Simons  
2001 K Street, N.W.  
Washington, D.C. 20006-1047  
Tel: (202) 223-7300  
Fax: (202) 223-7420  
KGallo@paulweiss.com  
JSimons@paulweiss.com

Bruce Birenboim  
Gary R. Carney  
Andrew C. Finch  
1285 Avenue of the Americas  
New York, N.Y. 10019-6064  
Tel: (212) 373-3000  
Fax: (212) 757-3990  
BBirenboim@paulweiss.com  
GCarney@paulweiss.com  
AFinch@paulweiss.com

**HUNTON & WILLIAMS LLP**

Keila D. Ravelo  
Wesley R. Powell  
200 Park Avenue  
New York, N.Y. 10166-0005  
Tel: (212) 309-1000  
Fax: (212) 309-1100

Attorneys for Defendants MasterCard  
Incorporated and MasterCard  
International Incorporated.

**SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM, LLP**

By: /s/ Peter E. Greene

Peter E. Greene  
Cyrus Amir-Mokri  
Peter S. Julian  
Linda W. Cenedella  
Boris Bershteyn  
Four Times Square  
New York, N.Y. 10036  
Telephone: (212) 735-3000  
Facsimile: (212) 735-2000  
peter.greene@skadden.com

Attorneys for Defendants JPMorgan Chase  
& Co., Chase Bank USA, N.A., Chase  
Paymentech Solutions, LLC, JPMorgan  
Chase Bank, N.A. as acquirer of certain  
assets and liabilities of Washington Mutual  
Bank, Bank One Corporation, Bank One  
Delaware.

**MORRISON & FOERSTER, LLP**

By: /s/ Mark P. Ladner

Mark P. Ladner  
Michael B. Miller  
1290 Avenue of the Americas  
New York, N.Y. 10104-0050  
Tel: (212) 468-8000  
Fax: (212) 468-7900  
mladner@mofo.com

Attorneys for Defendants Bank of America, NA.,  
BA Merchant Services LLC (f/k/a Defendant  
National Processing, Inc.), Bank of America  
Corporation, and MBNA America Bank, N.A.

**SIDLEY AUSTIN LLP**

By: /s/ David F. Graham

David F. Graham  
Eric H. Grush  
One South Dearborn Street  
Chicago, IL 60603  
Tel: (312) 853-7000  
Fax: (212) 853-7036  
dgraham@sidley.com

Benjamin R. Nagin  
787 Seventh Ave  
New York, N.Y. 10019  
Tel: (212) 839-5300  
Fax: (212) 839-5599  
bnagin@sidley.com

Attorneys for Defendants Citibank (South  
Dakota), N.A., Citibank, N.A., Citigroup,  
Inc., Citicorp.

**O'MELVENY & MYERS LLP**

By: /s/ Andrew J. Frackman

Andrew J. Frackman  
Edward D. Hassi  
Peter C. Herrick  
Times Square Tower  
7 Times Square  
New York, N.Y. 10036  
Tel: (212) 326-2000  
Fax: (212) 326-2061  
afrackman@omm.com

Attorneys for Defendants Capital One Bank  
(USA), N.A., Capital One F.S.B., and  
Capital One Financial Corp.

**WILMER CUTLER PICKERING HALE  
AND DORR LLP**

By: /s/ Christopher R. Lipsett

Christopher R. Lipsett  
David S. Lesser  
399 Park Avenue  
New York, N.Y. 10022  
Tel: (212) 230-8800  
Fax: (212) 230-8888  
chris.lipsett@wilmerhale.com

A. Douglas Melamed  
Ali M. Stoeppelwerth  
Perry A. Lange  
1875 Pennsylvania Ave., N.W.  
Washington, D.C. 20006  
Tel: (202) 663-6000  
Fax: (202) 663-6363

Attorneys for HSBC Finance Corporation  
and HSBC North America Holdings, Inc.

To: Counsel for All Parties (by ECF)